



# NORTH AMERICAN CAR CORPORATION

222 SOUTH RIVERSIDE PLAZA • CHICAGO, ILLINOIS 60606 U.S.A. • (312) 648-4000 • TELEX 255222

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I.C.C.  
FEE OPERATION BR.

February 26, 1979.

RECORDATION NO. 9927 PAGE 1425

INTERSTATE  
COMMERCE COMMISSION  
RECEIVED

MAR 16 1979

MAR 19 1979 - 11 10 AM

Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

ADMINISTRATIVE SERVICES  
MAIL UNIT

Re: Section 11303 Filing: Supplement dated as of February 26, 1979 ("Supplement"), to the Bailment Agreement and Assignment of Leases dated as of December 18, 1978 ("Bailment Agreement"), by and between North American Car Corporation ("Bailee") and General Electric Credit and Leasing Corporation ("Bailor") 9927

Dear Mr. Secretary:

Enclosed for recording under Section 11303 of the Interstate Commerce Act are executed counterparts of the above described Supplement to the above described Bailment Agreement, between Bailee, 222 South Riverside Plaza, Chicago, Illinois 60606 and Bailor, P. O. Box 8300, 260 Long Ridge Road, Stamford, Connecticut 06904. The Bailment Agreement was recorded with the Interstate Commerce Commission at 11:20 a.m. on December 20, 1978.

Under the Supplement and the Bailment Agreement, Bailee agrees to hold, lease, maintain and perform certain administrative and other services with respect to the equipment described in Schedule A (which equipment has been or is to be sold to Bailor) and assigns, transfers and sets over unto Bailor all of Bailee's right, title and interest, powers, privileges and other benefits in, but not its obligations under, the leases of such equipment described in Schedule B to such Supplement together with all amounts which may be received or credited to the account of Bailee in respect of mileage compensation from railroads using the equipment leased under such leases or any other sums received by or payable to Bailee from parties other than the lessee with respect thereto, all in accordance with the Supplement and the Bailment Agreement.

Also enclosed is a check, payable to the Interstate Commerce Commission in the amount of \$10.00 as the recording fee for the Bailment Agreement.

**TIGER LEASING GROUP**

Secretary  
Interstate Commerce Commission  
February 26, 1979  
Page two

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Pursuant to the Commission's rules and regulations for the recording of certain documents, under Section 11303 of the Interstate Commerce Act, you are hereby requested to duly file two of each of the enclosed counterparts for record in your office and to return the remaining counterparts together with the Secretary's Certificate of Recording, to the messenger making this delivery.

If you have any questions, please contact me.

Very truly yours,

  
James M. Gillespie,  
Attorney.

JMG/sgs

Enclosure.

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

3/19/79

OFFICE OF THE SECRETARY

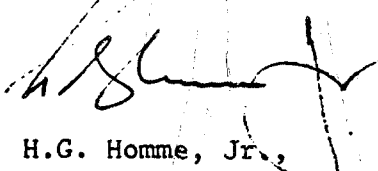
James M. Gillespie, Atty.  
North American Car Corporation  
222 South Riverside Plaza  
Chicago, Illinois 60606

Dear

Sir:

The enclosed document(s) was recorded pursuant to the  
provisions of Section 20(c) of the Interstate Commerce Act,  
49 U.S.C. 20(c), on 3/19/79 at 11:10am  
and assigned recordation number(s) 9927-*h*

Sincerely Yours,

  
H.G. Homme, Jr.,  
Secretary

Enclosure(s)

SE-30-T  
(2/78)

SUPPLEMENT, dated as of February 26, 1979, to the BAILMENT AGREEMENT AND ASSIGNMENT LEASES, dated as of December 18, 1978 (the "Assignment"), between GENERAL ELECTRIC CREDIT AND LEASING CORPORATION, a Delaware corporation ("GECC") and NORTH AMERICAN CAR CORPORATION, a Delaware corporation ("NACC"):

WHEREAS, NACC and GECC desire to add the railroad equipment referred to in Schedule A hereto (the "Equipment") to the Assignment;

WHEREAS, NACC and GECC desire to assign the leases referred to in Schedule B hereto (the "Leases") to the Assignment;

NOW THEREFORE, in consideration of the mutual covenants and promises contained herein and in the Assignment, GECC and NACC agree as follows:

Article I. Definitions, Interpretation

1.01. The definitions set forth or incorporated by reference in the Assignment are incorporated herein by reference to the same extent as if set forth herein, except as herein otherwise provided.

1.02. In the event of any discrepancy between the provisions of this Supplement and the provisions of the Assignment, the provisions of the Assignment shall control and the provisions hereof are expressly made subject thereto.

Article II. Supplement to Assignment

2.01. The Assignment is hereby supplemented to add the Leases and the Equipment thereto.

Article III. Representation and Warranties

3.01 The representations, warranties and covenants of NACC in the Assignment are true and correct on and as of the date hereof as though made on and as of this date.

IN WITNESS WHEREOF, NACC and GECC have executed this Supplement as of this February 26, 1979.

NORTH AMERICAN CAR CORPORATION

By Harold W. Jones

ATTEST:

James M. Silbey  
ASSISTANT SECRETARY

GENERAL ELECTRIC CREDIT AND  
LEASING CORPORATION

By Robert J. Novak

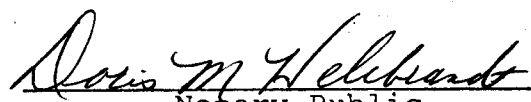
ATTEST:

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RECORDATION NO. 11678  
MAR 19 1979 - 11 10 AM  
INTERSTATE COMMERCE COMMISSION

STATE OF ILLINOIS     )  
                              )   SS.:  
COUNTY OF COOK        )

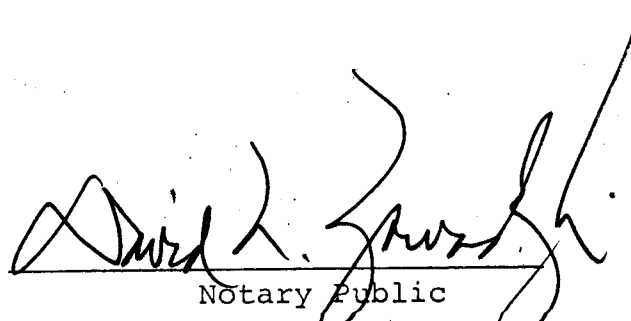
On this 26th day of February, 1979, before me personally appeared Harold Wong, to me personally known, who, being by me duly sworn, says that he is a Manager-Railcar Administrative Services of NORTH AMERICAN CAR CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

(Notarial Seal)

STATE OF Illinois     )  
                              )   SS.:  
COUNTY OF Cook        )

On this 26 day of February , 1979, before me personally appeared Robert J. Novak , to me personally known, who, being by me duly sworn, says that he is a **authorized signator** of GENERAL ELECTRIC CREDIT AND LEASING CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

(Notarial Seal)

SCHEDULE A

<u>Description of Equipment (including AAR designation)</u>	<u>Quantity</u>	<u>Reporting Mark (Inclusive)</u>	<u>Serial Number (Inclusive)</u>
20,000 gallon, interior-coiled, non-insulated tank cars, DOT111A 100W1, 100 ton trucks	11	NATX 73635-73645	73635-73645
30,000 gallon, non-coiled, non- insulated tank cars, DOT111A100 W1, 100 ton trucks	6	NATX 29246-29251	29246-29251
4750 Cubic foot covered hopper cars, 100 tons trucks, LO	225	TRC 1001-1225	480400-480529 480575-480649
4650 Cubic foot covered hopper cars, 100 ton trucks, LO	125	TRC 1226-1350	465000-465124

# SCHEDULE B

<u>Dates and Numbers of Master Lease and Rider</u>	<u>(ICC Recordation Number)*</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (including AAR designation)</u>
Car Leasing Agreement 3821-2 (dated 5/21/71) Rider 12 (dated 1/23/79)		NATX 73635-73645	73635-73645	20,000 gal interior- coiled, insulated tank car DOT 111A 100 ton trucks.
Car Leasing Agreement 1968-7 (dated 8/1/60) Rider 161 (dated 2/9/79)		NATX 29246-29251	29246-29251	30,000 gal non-coil non-insu tank car DOT 111A 100 ton trucks
Car Leasing Agreement 4899-0 (dated 8/29/79): Rider 1 (dated 8/29/79) Rider 2 (dated 8/29/79)		TRC 1226-1350  TRC 1001-1225	465000-465124  480400-480529; 480575-480649	4650 cub foot cov hopper c 100 ton trucks, LO  4750 cub foot cov hopper c 100 ton trucks, LO